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*They say that 40 is the new 30.
I really don't care. Do you?
Look at me. A year ago I was
selling cheese in Wisconsin with
a hairy bush and a minivan.
Now, I'm an all new person
ready to take on the world.
Say that you're ready for
me and more like me?*

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MARIA & LINDA



MORGANA



JENNA & HOLLY



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KAYLA



VANESSA



RAYLENE & LIZZ



Linda & MARIA

We're best friends and we tend to do everything together, From shopping at the mall to fucking each other's men. Today, it's with Linda's man and we're going to have us a good time. But not as good as he's going to have. Join in, watch the video, too!





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One of the reasons we fuck like this is that George likes to fuck asses but Linda won't let him fuck hers. So Linda understands and that's why his cock is inside mine. I love it. It's especially nice when he's in my butt and I can lick Linda to make her cum. It makes our little fuck session so much nicer. But then, you already know that.

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YES, I'M HOT.

*I'm also sassy, opinionated,
a bitch, a sweetheart, your lover,
and your worst nightmare.
I'm your ex — asshole.*

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MORGANA & LOUPAN

I spent the entire day in the bathroom just getting ready for these next few hours. I showered, shaved all around my pussy, and put on my sexiest perfume. I know Loupan loves to go down on me so I want to smell my best down there.





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Morgana
Dark





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I knew that Loupan
would spend a lot of
time licking my pussy
and fucking my ass, so I
wanted to be sure I was
extra fresh. Part of the
fun in getting ready for
sex is that you can play
with yourself in prepar-
ing for someone else. I
hope you liked watching
my tight ass get fucked!

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I used to be a shy and innocent girl who didn't even know the facts of life. I got over that pretty quickly and now I'm all about the fucks of life.

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KAYLA
& EVAN

Okay, so I've been having sex for a pretty long time. And I've fulfilled almost all my fantasies, but there's one that I like more than the rest. The maid. Maybe it's the subservient side of me, but I like a man having his way with me while I wear a sexy maid's outfit.







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Kayla
Synz



Between you and me, I know Van likes sheer black stocking so I wore them to complete the outfit, just the way he likes it. I know his sexual fervor will be heightened when he sees me in them. Especially when he first comes in the room and sees me pretend vacuuming. The rest though, is no pretending. We get down to it quickly and in minutes, he's in my pussy and then my ass. I'll pretend washing windows later.

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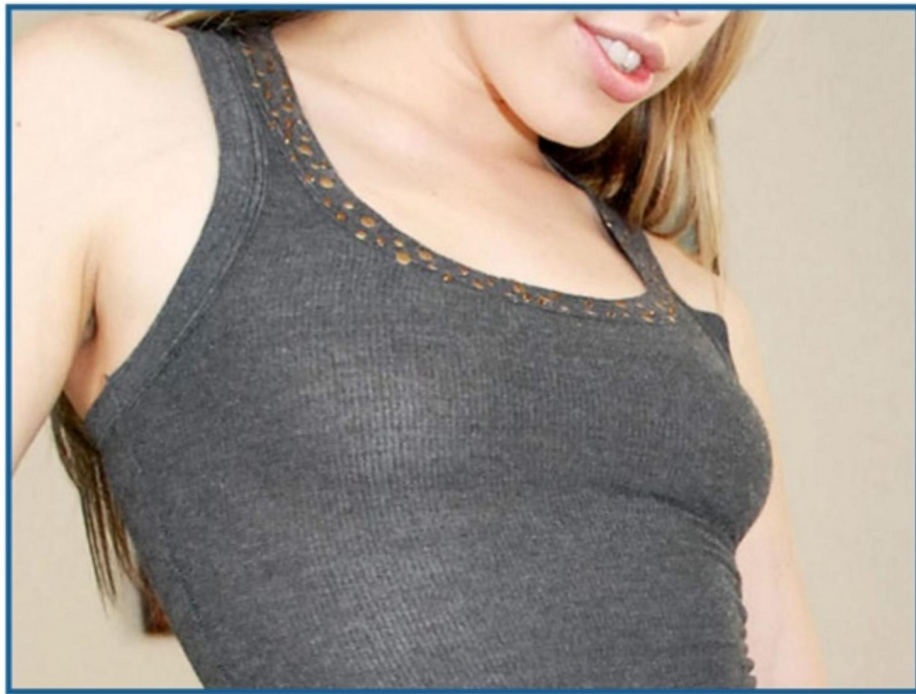
just what the doctor ordered

A couple weeks ago

I got a pain in my left testicle and managed a visit to my always busy doctor. He looked at it and didn't see anything, but told me to get some ultrasound imaging done and see him again within a couple days after that. I set up an appointment with the diagnostic lab for two days later. That was a Wednesday morning and I showed up right on time to fill out the prerequisite forms.

After a fifteen minute wait, I was

obliged and went over and climbed up on it. She said hello, reading my name off the top of the form, and told me she was my technician. She would be doing the ultrasound and all I could think of was that I keep my cock from getting too excited. Then she asked me to remove my shirt and pants, put on the hospital gown, and get back on the table on my back. While I was disrobing, she turned off the ceiling lights and handed me a towel as I climbed back onto the table.



called into the back and escorted to a room with all sorts of medical instruments and computers. I sat in a chair along the wall and within a minute or two, a young attractive radiologist wearing flowery scrubs came in. She was carrying a clipboard and wearing glasses.

She patted the examination table and asked me to get up on it. I

Instructing me to get on my back, pull up my gown, and cover my privates with the towel. I did so as I admired her pretty profile against the computer monitor's back light.

She flipped a few switches, then pulled up her stool and sat down next to me. She held up a clear tube of gel to be sure there was enough and told me to just lay back and re-

She flipped a few switches, then pulled up her stool and sat down next to me. She held up a clear tube of gel to be sure there was enough and told me to just lay back

lax. She squirted a line of gel across my groin after lowering the towel to just below my pubic hair line. Knowing that someone would be fidgeting down there today, I trimmed my pubes leaving just enough to be manly, but low enough to not impede the ultrasound wand.

She put sensor into the jelly and began moving the probe around my groin. She moved it up and down, pushing and prodding occasionally, then she'd hit some keys on the keyboard taking readings and pictures.

I clasped my hands behind my head and watched her work. In the dim light, I saw her top wasn't buttoned all the way up and the fullness of her breasts pushed against the material. I smiled as I imagined her cleavage was the only warm place in the room. I noticed that her elbow kept brushing the towel, and I was starting to get a very nice hard on. As it pulsed to attention, I started worrying that she might notice something in her video readout.

She reached across me and started

STOP STARING

*And go get your checkbook!
I have six cats, a mortgage, car
payments, credit card debt,
and a mother that likes to
play bingo every Thursday,
so I have to pose naked in
this magazine just so you
can get your rocks off looking
at my perky, delicious boobs.*

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By now, I was frantic with lust. The only thing I could think about was this technician's hot and wet lips and sending a huge load down her throat. I just couldn't resist any longer.

circling my furthest hip and down towards my buttock. Slowly, her breasts pushed into my lubricant laden body. My hard on was now raging and I couldn't even think of anything to put into my mind instead of her.

She straightened up abruptly. I immediately feared she was going to call in one of the other nurses. Then she said, "I got this damn jelly on my scrub top. If I don't rinse this out right now, it will stain." She went over to the corner and took off her top leaving her in her street clothes' top, a dark, lacy top and I could see that her boobs were nearly bursting

out of her bra. "I'm sorry this isn't very professional. I'll be right there." She came back over and grabbed the wand again.

"Mr. Hanson, I'll have to lower your towel to continue the exam." she said as I watched her full breasts pushing against her top. She repositioned the towel and couldn't help but notice my erection. Needless to say, I was very embarrassed. She sat down again next to me. I closed my eyes as she squirted more gel over my balls, holding my penis out of her way.

Instead of a gasp, I heard her say, "My, my, my, Mr. Hanson." She rubbed the gel over my balls with the wand while still holding my cock out of the way. I closed my eyes and felt her squeeze my cock very now and then. Soon the squeezes turned into strokes. Then I felt her soft lips engulfed my penis, her warm mouth a stark contrast to the cold air.

With her cold hands, she grabbed my stiff rod and cupped my aching balls. Again and again she would breathe hot breaths on my cock, and then back away as I lost control of my thrusting hips. A low moan escaped from my lips. I was in heaven, but it was a torturous heaven. She knew what she wanted – my fat cock erupting down her throat. Somehow I think she knew how much I could spurt from my rod, and she wanted to see if she could take it all.

By now, I was frantic with lust. The only thing I could think about was this technician's hot and wet lips and sending a huge load down her throat. I just couldn't resist any longer. I grabbed her head and shoved my throbbing cock deeper into her accommodating mouth, not stopping until her chin was rubbing my balls. She was ready for me, opening her throat and letting my long cock slide in. She began licking the underside of my cock with her tongue when something strange happened. My cock, which was already as hard as a steel rod, seemed to grow harder and fatter in her mouth as it prepared to unleash a torrent of cum.

She gagged a little as my cock grew in her mouth and down her throat, but she kept licking and sucking. Then, I felt a fountain of hot cum rush up from my balls and shoot down her throat. She massaged my cock with her tongue and lips, squeezing hard and swallowing as I shot load after load. I clenched my hands on her head, emptying my balls deep into her mouth. After a few seconds, she came up for air while my cock kept spewing sticky hotness. A moment later she enveloped my spewing cock in her mouth again, rubbing her tongue all over my head and letting



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the cum drip on her lips and chin. Finally, as my orgasm started to subside, she sucked down my entire cock, and then came up slowly, sucking and licking the entire length of its shaft before finally popping my cock free from her mouth.

She moaned quietly. Her hand replaced the wand and slid through the light blue lubricant on my balls. She slid her hand up to my chest and then back down to tweak my nipples. I arched my back. The back of my head dug into the examination table. Suddenly she grabbed my balls harder and pulled, whispering for me to just lay there.

Climbing up onto the table, she got on her knees and straddled my legs. I noticed she was just in her panties, somehow slipping out of her pants without my noticing. Then she unhooked her bra from underneath her top. Her breasts fell forward, their weight causing them to flop out. She turned her ass to me. "Could you give me a hand?" she asked.

I reached between her tight thighs and felt her pussy through the panty. Her ass rotated and she started to grind against my hand. "Please pull them to the side," she whispered as she positioned her pussy over my face. Overcome, I thrust my mouth between her hot cheeks, and my tongue sent her flying, finding her wet pussy lips. She moaned as her juices ran down my throat. I licked her rapidly hardening clit. She began to shudder, her orgasm building inside her. I sucked until her ass began to grind down on me even more.

"Do you want to talk me?" she said looking down on me from above. I nodded 'yes' as best I could from

Climbing up onto the table, she got on her knees and straddled my legs. I noticed she was just in her panties, somehow slipping out of her pants without my noticing.



under her pussy. She smiled and pushed herself back and her pussy straight into my cock.

It started to pulse and contract. She fell forward on the table, rubbing her nipples and fingering her clit as my cock moved with more and more force inside her. She reached back between my legs, grabbing my balls, and pulled me deeper into her. She felt I was about to cum. "Yes, go ahead, it's okay," she said. I came and came and came with cum blowing out of my cock and running down the inside of her legs. Spent,

we collapsed together on the gurney. After a few minutes of listening to our breathing and the tinny rattle of the computer, she reached back and started to stroke my balls. My cock swelled up again inside her.

Then she picked up the ultrasound wand and put it to her pubic hair. We watched the video until my engorged dick filled the screen. She pushed a button and, with a whrrr, a picture of my dick ejected from the machine. Her pussy gave my cock another squeeze and she said, "That's for my personal file."



Lizz had decided to hire a personal trainer. Raylene was the best in town. She not only knew her way around the body, but she looked great in black. Lizz proved to be a good student, eager to sink her teeth into a challenging workout. Let's begin.

**LIZZ &
RAYLENE**







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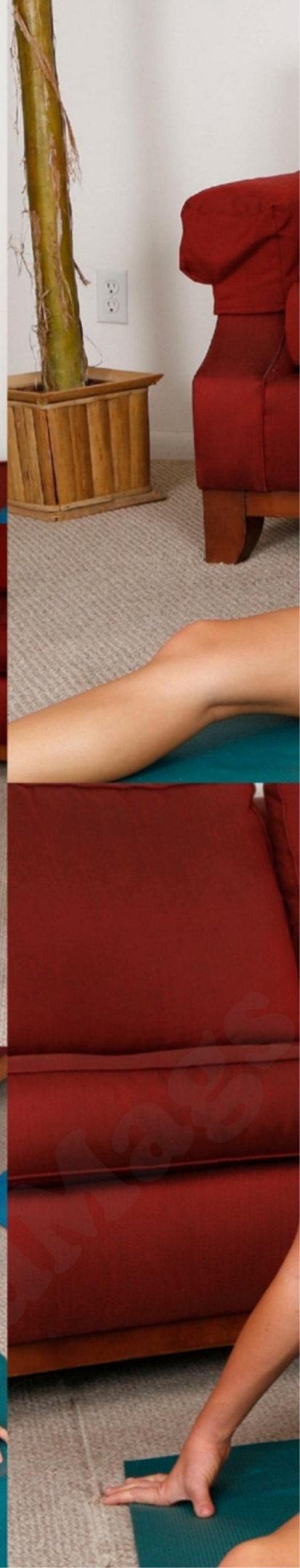
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Lizz Taylor & Raylene





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Lizz gratefully submitted to a series of demanding repetitions. Raylene demonstrated her favorite positions, guiding her student closer. Willing to do as instructed, Lizz's tight muscles jumped and spasmed. Raylene reassured her that everything they would be doing is for a better body – and mind. Even if it meant getting on their knees and licking each other's pussies.

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DO I LOOK THE PART?

*I'm rich, single and looking for sex.
I get invited to all the right parties,
have a boatload of cash and live
the life of a rockstar's groupie.
You got the balls to check me out?*

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VANESSA

The past 40 years have been very kind to captivating Vanessa. This pictorial is definite proof that Vanessa is more alluring than ever. She always knew she didn't have the personality to make a career out of modeling, but these photographs show that she has the looks and hasn't outgrown her childhood habit of running around naked.



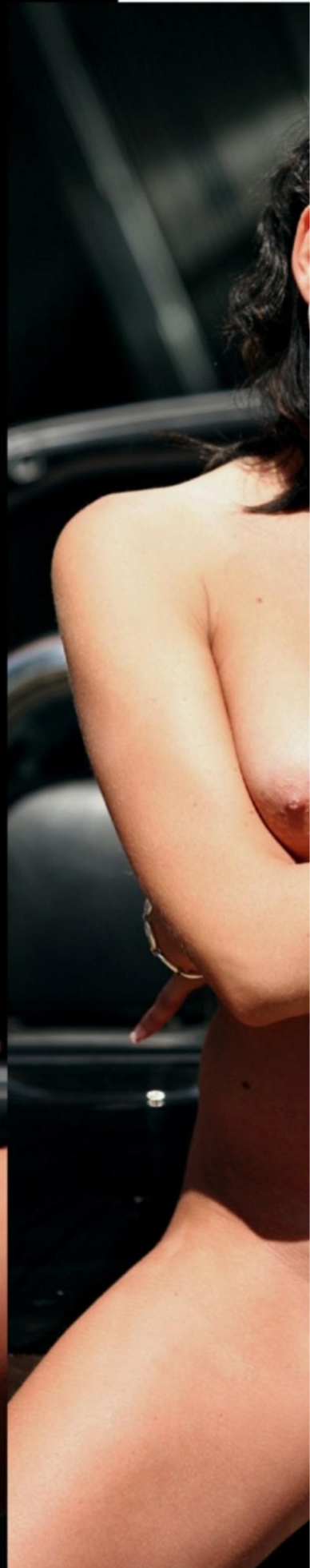
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Vanessa
Young







With age comes wisdom, though, and now she's working as an interior designer. She's thoroughly enjoyed working on these photographs and they are exciting variation for her portfolio. When the results of the model's artistic growth are this fruitful, who are we to stand in the way of progress.

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Making the Grade

I'm a forty-three year old woman living in a world of mental fantasies. I daydream about many things, but by far, sexual fantasies are the best. There was one that I had always wanted to fulfill: it involves a warm and sunny Caribbean beach with trim and tanned island men all around. After six months of learning enjoyable lovemaking techniques from my teacher and special friend, Carlos, it was time for my final exam. Upon arriving at the Bahamian retreat, we unpacked and settled in for a cozy weekend of love. I sensually stripped down to my lacy underwear, then I took the shirt off Carlos.

After he poured us some drinks, I snuggled up to him as we began my final lesson. I began by playfully licking his nipples. Next, I unzipped his jeans and moved in closer to rest his large cock against my cheek. Feeling the warmth from his cock head, I began to gently lick and nibble the sensitive underside of it. I slowly sucked and played with it until I felt a hot jet of thick, sweetness splash the back of my throat.

When I had licked up the last of the cum from his still hard cock, Carlos slowly removed my shirt. His hands reached around my back to unclasp my bra with our tongues darting in and out of each other's mouths. When my breasts were freed from their lacy confines, Carlos massaged them with one hand and with his other hand, he started to take my moistened panties off.

Once I was completely naked, his hands moved slowly toward my wet warm pussy. His stimulation of my clit made me want to feel his body against mine. I wanted him to take me, to place his cock inside my pussy. As he guided his hot rod firmly in and out of me, I begged him to pump faster. Waves of orgasm overcame me from his deep penetrating thrusts. Looking into his deep blue eyes, a twinkle told me that my final grade was going to be an A+.

— Caroline, writing 2 U from Nassau

It Has to Be Real?

My fantasy begins like this: there are men working at different jobs in the renovation of our house. There are carpenters, plumbers, electricians, and tile layers. They are all busy at their tasks, but I'm find one in particular very attractive. My husband is also home. I'm going about my business in the kitchen at the counter prepping our dinner. I'm wearing a T-shirt with no bra and a pink miniskirt with nothing on underneath. A few minutes later, my husband is standing behind me, sliding his hands up my ribs underneath my shirt to gently grab my breasts. His fingers feel their way to my already hard nipples. He lightly pinches them and my

40+ #77



40+: Hello Tanya. I love your smile. Tell us about sex.

Tanya: Gosh, where to begin. It's like asking 'What is life?' But seriously, I love sex. For the last year or two, I've stayed away from men. Not that I don't like them, but I think I'm just going through a phase where loving women is more appealing to me. And as you can see from the pictorial, and my video, the more the merrier.

heart pounds and all the more. While he plays with my boobs, I let out an approving moan to let him know in yet another way that what he is doing is just right.

My nipples are now like stones between his fingers and I can feel my pussy throbbing because of what he is doing to me. I am getting wet and slick between my legs. The anticipation of waiting for him to discover my wanting pussy with a finger is killing me. He is so excited, I can tell just by his breathing. I reached behind me and feel his excitement through his jeans. Finally, ever so gently his fingers find my hot pussy. He is so surprised when I spread my feet a little further apart. His finger finds my moist entrance and teases me. I want his fingers to enter me, but he continues his game. While he is playing with me, I quickly bend my knees so his fingers are forced to slip inside. Again I give a most approving moan. He slides his fingers in and out of me.

I need to take him to bed, so without even turning around, I take his hand and lead him up the stairs. One of the workers spots us and gives us a thumbs up. When we entered the bedroom, I turned to close the door. To my surprise the man is not my husband, but the carpenter guy I had been admiring earlier! I can't stop now, even if I wanted to. He is already sliding his hands around me to find my ass, hiking my skirt up to feel my pussy from behind. Then he turns my face to his and he kisses me, softly at first. I open my mouth to his and our tongues meet and explore each other's.

Curiosity is now getting the better of me. I need to feel the bulge beneath his pants. I slide my hand slowly from his shoulders to



his not too hairy chest. I can feel his heart racing beneath my hands. I slide my hands down to his navel and use one finger to trace the hair from his belly to the thing I've been wanting since he first touched me. I unbuttoned his pants and ask him to remove them. His cock head is peeking above the elastic waistband. I stroke him through his underwear, then I pull them down to reveal a soft yet very hard cock.

He sits on the edge of the bed. I love the taste of a man, so I can't resist him. I like his cock and get it wet all over. I grab the tip of it with my lips and slide them down the length of his bulging manhood, tugging, sucking, and playing with it with my long, slick tongue.

Sucking and licking and kissing it, it's his turn to let out a moan. I love the feel of him in my mouth. I can feel that he is ready to explode but I am not finished yet, so I slowed down and gently kissed his cock head. I grab my boobs and wrap them around his penis until it is completely enveloped by them. I massage his cock in between my breasts, pushing them together to make it even tighter. I gently lick his head, then move my luscious breasts up and down over his shaft. I notice he is close to his orgasm. I stop and stand up straight. I turn my back to him and bend

Dear 40+,

There are some things in life worth living for: rum raisin ice cream, long walks in the rain, a puppy licking my face, and girl-on-girl sex. When I saw your pictorial with Abby, Jillian and Tanya, I was floored, literally. I got naked and laid on the floor and held the issue up over my head, staring at the sexy pictures for more than a half hour.

When I finished, I saw the free video code and went onto my pc and watched. It was even better than I could have imagined. Thanks for giving me another reason to love life.

— Dolph, Akron

to show my dripping wet pussy, ready to be penetrated. He guides his cock through my pussy lips, into my warm, inviting box. I look back at him with seductive eyes. He starts to pump my pussy, in and out, going in balls deep into me, making me moan in pleasure.

I force myself to get off him as he lies across the bed. I lean over him and let him play with my hanging boobs. I swing my leg around so my pussy is above his face. I let him look and finally explore with his fingers. I can't see his face, but I can feel his pulse accelerating to an incredible speed. I love watching his fingers disappear and reappear from the depths of my pussy.

I lower myself onto him so he can reach me with his mouth, and I feel his hot wet tongue lick the area around my pussy, finally tasting all of me as he slides it in and out. I shudder as I feel my juices rushing to my loins. I moaned, wanting his tongue to be farther inside me, wetter, hotter. My heart is beating so hard and fast I'm starting to feel a little faint. I'm sure it will somehow escape from my chest. He's exploring licking, thrusting at my sex until my entire naked body trembles in an incredible climax.

He licks me softly now, tasting me again, knowing he is the one who drove me to such wild passion. I move my body down to touch his cock with my still wet pussy. I rub it all around there, covering him with my juices. To his surprise, his cock slipped right into my opening, but only the tip at first. As I'm coming down so slowly onto him, he jerks his body up and the length of him is buried inside me. My pussy seems to tug on his cock as if I want to feel him deeper. We thrust our bodies together and since I am on top, I make sure my pussy



swallows him entirely, in and out, up and down. I'm in control for the moment.

Once again his hands find my flopping boobs, pinching my nipples in such a way that it feels as if I am being fucked in two places at once. My pussy is throbbing hard, this is incredible! We roll over to the missionary position and I grab my legs to give him more thrusting power. I feel his hands holding my ass as our bodies are turned into one. Again I feel my body shuddering below his and his is doing the same. Trusting deeper into me, it seems as if he is going to put his whole body inside me. I want his whole body inside me.

I feel his body tremble and I know that his climax is about to happen, just as my second one is. I realize I've been screaming softly. I feel his cock throb and pulse as he shoots long ropes of semen into my body. Soon I reached the point of ecstasy with him and we come together in sweat and flesh sucked together by lust.

We kiss, then smile at each other. I tell him there is a lot more work to do and that we will be needing him until it is finished. My husband knows of this fantasy and is actually turned on by knowing that I am imagining this when we're having sex.

—Macy, Houston

To the Editor:

Just to let you know... my boyfriend loves to have his balls licked and sucked. At first, I was a little reluctant, but after he shaved all his pubic hair off, I really got into it. And he admits, he likes it better, too. The skin, he says, is much more sensitive after a shave. I like not having to work my way through a forest of hair.

—JoAnna, Ohio

If you have something interesting to share, then go write ahead. Send your letters to the Editor, Blair Publishing, Inc., 10170 W. Tropicana Ave. #156-168, Las Vegas, NV 89147. All submissions become the property of Blair Publishing, Inc., and up to our discretion to publish them – or not. Either way, we enjoy reading them all.

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Jenna & Holly

How often do two sexy and beautiful women come together (pun intended)? As often as we find them and can publish them on our pages. And these two really fit the bill. We really like to see the sensuous juxtaposition of youth and maturity sharing sexy intimate moments.







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We love to see two women bumping pussies. While we guys can't imagine what that feels like, we have to appreciate their feelings and sensitivities. How often do we stare and indulge our fantasies without realizing theirs could be even more amazing. Either way, we humans are just one incredible sexual species.

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